

OFFICE OF INDUSTRY ENGAGEMENT

A Principles and Policies Guide for Sponsored Research Activity

THE UNIVERSITY OF TEXAS AT AUSTIN

INTRODUCTION

The University of Texas at Austin has prepared this Guide as a summary of selected fundamental principles and policies which govern the manner in which industry-sponsored research activity is conducted at The University and to facilitate and expedite the negotiation of sponsored research agreements between The University and industry sponsors.

The Office of Industry Engagement (OIE) handles research agreements for sponsored research funded 100% by private industry sponsors (“for-profit entities”) as well as state-owned foreign oil companies, including NDAs, material transfer agreements and other related agreements that are specific to industry research contracts, and lower-tier subcontract agreements under industry-funded agreements.

Matters not funded *solely* by private industry sponsors are handled by Office of Sponsored Projects. If any portion of a project is supported by funding from “non-profit entities” such as State or Federal agencies (including foreign governments, but excluding state-owned foreign oil companies), foundations, or other non-profit organizations, or a mix of one or more of these funding sources and industry funding, the project will be handled by OSP. OSP handles SBIR/STTR grants, I-Corps, I/UCRCs and other federally supported industry collaboration programs.

The University’s Business Contracts Office provides review, approval, and execution of business and vendor contracts required for the procurement of services, equipment, software, and other items which are necessary to conduct services or research, including software licenses, facility use, interagency cooperation, equipment rental, and NDAs for information sharing not related to research.

LEGAL IDENTITY

The University of Texas at Austin is an agency of the State of Texas and a component institution of The University of Texas System, governed by the UT Board of Regents. All sponsored research agreements and related contractual agreements such as visiting scientist agreements, nondisclosure agreements, teaming agreements, material transfer agreements, etc. must be executed by an authorized official of The University and in The University’s legal name: “The University of Texas at Austin.” Individuals, Departments or Organized Sponsored Research Units may not directly enter into sponsored activity agreements or legally bind The University.

SELECTED PRINCIPLES AND POLICIES

GOVERNING SPONSORED ACTIVITY AT THE UNIVERSITY OF TEXAS AT AUSTIN

PURPOSE

Routine tasks of a commonplace type that do not contribute to the advancement of knowledge or The University’s mission will not be undertaken. The University will not place its facilities or services in competition with services performed by the private sector. Therefore, tests, studies,

and investigations of a purely commercial character are undertaken only with approval and when University facilities are uniquely able to provide those services, no satisfactory facilities for such services exist elsewhere, and performing the services will directly support the mission of The University and benefit the public at large through the advancement of knowledge.

PUBLICATION POLICY

Following a pre-publication review period, the University retains the right to publish and disseminate all work done under sponsored activity projects, except for Sponsor's confidential information, and cannot accept or undertake any sponsored project that provides for sponsor approval or undue control over the timing or content of University publications, or which prohibits or unreasonably delays the publication of the results of the project.

PATENTS AND OTHER INTELLECTUAL PROPERTY

Title to inventions and discoveries, including copyrightable software, made or conceived by The University under a sponsored project is retained by The University of Texas System's Board of Regents, in accordance with UT System Board of Regents Rules: <https://www.utsystem.edu/board-of-regents/rules/90101-intellectual-property>.

The University will grant to the sponsor a time-limited first right to negotiate an exclusive or nonexclusive royalty-bearing license, whose terms will include the requirement that the sponsor shall bear the expense of securing and maintaining patent protection for any licensed invention or discovery. OIE will work with faculty and industry to determine an appropriate intellectual property model to satisfy the objectives of all concerned.

As a State of Texas educational institution, The University will follow the guidelines and steps outlined in University policies and guidance documents to grant Sponsors appropriate access to ownership rights in, or other conveyances of, intellectual property owned or controlled by the Board of Regents as outlined in *Rule 90101 of the Regents' Rules and Regulations*.

REASONABLE-EFFORTS NATURE OF SPONSORED ACTIVITY

Because research or sponsored activity results are unpredictable, The University performs its sponsored activities on a "reasonable efforts basis" with no stated warranties or guarantees. The University will not accept contract provisions that require a warranty or guarantee of the results, provide for penalties due to failure to make progress by firm deadlines, or provide for withholding of payment if the sponsor is not satisfied with the results. Any resulting contract or agreement is expected to be on a cost reimbursable basis, unless otherwise agreed upon.

USE OF THE UNIVERSITY'S NAME

It is a long-standing University policy that under no circumstances shall a sponsor be permitted to use The University's name in any publication or other published announcement to state or imply that The University approves or endorses any product or service of the sponsor. The University also requires that its name not be used in connection with any advertisement, press release, or other form of business promotion or publicity, or refer to a sponsored activity agreement, without its prior written approval.

INSURANCE AND INDEMNIFICATION

The University is self-insured for Worker's Compensation Insurance. The University is unable under Texas law to obtain Employer's Liability, Comprehensive General or Public Liability, and Comprehensive Automobile Insurance. The Texas Tort Claims Act provides for remedies against the State for legal proceedings for claimants in these areas.

The University, to the extent authorized by the Constitution and laws of the State of Texas, will agree to indemnify the sponsor to the extent of The University's own negligent acts in the performance of the sponsored activity project. The sponsor will be expected to indemnify The University and The University of Texas System from any liability arising out of the activities carried out pursuant to the obligations of the sponsored program and for the sponsor's use of the sponsored activity results obtained from the activities performed by The University under the sponsored program.

TERMINATION

In the event a funding agreement is terminated for any reason, the sponsor will be expected to reimburse The University for all costs incurred prior to the date of termination and for all non-cancellable obligations.

GOVERNING LAW

As an agency and institution of the State of Texas, The University cannot accept a provision that provides that the agreement is governed by the laws of another state.

OFFICE OF INDUSTRY ENGAGEMENT

The Office of Industry Engagement (OIE) handles matters and serves as the authorized coordinating office for sponsored projects funded solely by for-profit industry sources and by state-owned foreign oil companies. All proposals for sponsored research projects submitted by The University of Texas at Austin to external, private funding sources must be submitted to OIE via the Research Management System, and all awards received for industry sponsored research must be processed by OIE.

(NOTE: All proposals to external non-industry funding sources for sponsored projects must be submitted through the Office of Sponsored Projects (OSP), and all awards received for non-industry sponsored research must be processed by OSP.)

FURTHER INFORMATION

For further information about the policies and procedures set forth in this Guide, or to obtain template University agreements for use with sponsoring organizations, please visit the OIE's website located at <https://research.utexas.edu/oie/> or call (512) 471-3866.

Additional information concerning The University of Texas at Austin may be obtained by visiting The University of Texas at Austin Home Page web site located at <http://www.utexas.edu>. Additional information concerning The University of Texas System may be obtained by visiting The University of Texas System web site at <http://www.utsystem.edu>.

OFFICE OF INDUSTRY ENGAGEMENT GENERAL INFORMATION:

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